

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of New York
(State)

Case number (if known): Chapter 11

☐ Check if this is an amended filing

Official Form 205

Involuntary Petition Against a Non-Individual

12/15

Use this form to begin a bankruptcy case against a non-individual you allege to be a debtor subject to an involuntary case. If you want to begin a case against an individual, use the *Involuntary Petition Against an Individual* (Official Form 105). Be as complete and accurate as possible. If more space is needed, attach any additional sheets to this form. On the top of any additional pages, write debtor's name and case number (if known).

Part 1: Identify the Chapter of the Bankruptcy Code Under Which Petition Is Filed

1. Chapter of the Bankruptcy Code

Check one:

- ☐ Chapter 7
☒ Chapter 11

Part 2: Identify the Debtor

2. Debtor's name

Xinyuan Real Estate Co., Ltd.

3. Other names you know the debtor has used in the last 8 years

Include any assumed names, trade names, or doing business as names.

4. Debtor's federal Employer Identification Number (EIN)

☒ Unknown

EIN

5. Debtor's address

Principal place of business

27/F, China Central Place, Tower II

Number Street

79 Jianguo Road, Chaoyang District

Beijing

100025

City

State

ZIP Code

Mailing address, if different

Number Street

P.O. Box

City

State

ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City

State

ZIP Code

People's Republic of China

County

Debtor Xinyuan Real Estate Co., Ltd.

Case number (if known) _____

6. Debtor's website (URL) xyre.com

7. Type of debtor

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other type of debtor. Specify: _____

8. Type of debtor's business

Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the types of business listed.
☐ Unknown type of business.

9. To the best of your knowledge, are any bankruptcy cases pending by or against any partner or affiliate of this debtor?

☒ No

☐ Yes. Debtor _____

Relationship _____

District _____

Date filed _____

MM / DD / YYYY

Case number, if known _____

Debtor _____

Relationship _____

District _____

Date filed _____

MM / DD / YYYY

Case number, if known _____

Part 3:

Report About the Case

10. Venue

Check one:

- ☒ Over the last 180 days before the filing of this bankruptcy, the debtor had a domicile, principal place of business, or principal assets in this district longer than in any other district.
☐ A bankruptcy case concerning debtor's affiliates, general partner, or partnership is pending in this district.

11. Allegations

Each petitioner is eligible to file this petition under 11 U.S.C. § 303(b).

The debtor may be the subject of an involuntary case under 11 U.S.C. § 303(a).

At least one box must be checked:

- ☒ The debtor is generally not paying its debts as they become due, unless they are the subject of a bona fide dispute as to liability or amount.
☐ Within 120 days before the filing of this petition, a custodian, other than a trustee, receiver, or an agent appointed or authorized to take charge of less than substantially all of the property of the debtor for the purpose of enforcing a lien against such property, was appointed or took possession.

12. Has there been a transfer of any claim against the debtor by or to any petitioner?

☐ No

☒ Yes. Attach all documents that evidence the transfer and any statements required under Bankruptcy Rule 1003(a).

Debtor Xinyuan Real Estate Co., Ltd.
Name

Case number (if known) _____

13. Each petitioner's claim	Name of petitioner	Nature of petitioner's claim	Amount of the claim above the value of any lien
	<u>Cithara Global Multi-Strategy SPC - Bosideng Industry Investment Fund SP</u>	<u>14.0% Senior Notes Due 2024</u>	<u>\$ 58,500,000</u>
	<u>Star Freight & Trading Co., Limited</u>	<u>14.0% Senior Notes Due 2024</u>	<u>\$ 300,000</u>
	<u>Mars Partner Limited</u>	<u>14.0% Senior Notes Due 2024</u>	<u>\$ 7,000,000</u>
	Total of petitioners' claims		<u>\$ 65,800,000</u>

If more space is needed to list petitioners, attach additional sheets. Write the alleged debtor's name and the case number, if known, at the top of each sheet. Following the format of this form, set out the information required in Parts 3 and 4 of the form for each additional petitioning creditor, the petitioner's claim, the petitioner's representative, and the petitioner's attorney. Include the statement under penalty of perjury set out in Part 4 of the form, followed by each additional petitioner's (or representative's) signature, along with the signature of the petitioner's attorney.

Part 4: Request for Relief

WARNING — Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Petitioners request that an order for relief be entered against the debtor under the chapter of 11 U.S.C. specified in this petition. If a petitioning creditor is a corporation, attach the corporate ownership statement required by Bankruptcy Rule 1010(b). If any petitioner is a foreign representative appointed in a foreign proceeding, attach a certified copy of the order of the court granting recognition.

I have examined the information in this document and have a reasonable belief that the information is true and correct.

Petitioners or Petitioners' Representative

Name and mailing address of petitioner

Cithara Global Multi-Strategy SPC - Bosideng Industry Investment Fund SP

Name

Room 3607-3608, 36/F, ICBC Tower, 3 Garden Road, Central

Number Street

Hong Kong

Hong Kong

City

State

ZIP Code

Name and mailing address of petitioner's representative, if any

Zhang Jun, Director

Name

Number Street

City

State

ZIP Code

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 03 / 03 / 2025
MM / DD / YYYY

x

Signature of petitioner or representative, including representative's title

Attorneys

Paul R. DeFilippo

Printed name

Wollmuth Maher & Deutsch LLP

Firm name, if any

500 Fifth Avenue

Number Street

New York

NY

10110

City

State

ZIP Code

Contact phone 212-382-3300

Email pdefilippo@wmd-law.com

Bar number 2980191

State New York

x /s/ Paul R. DeFilippo

Signature of attorney

Date signed 04 / 14 / 2025
MM / DD / YYYY

Debtor Xinyuan Real Estate Co., Ltd.
Name

Case number (if known) _____

Name and mailing address of petitioner

Star Freight & Trading Co., Limited

Name

Flat 1109, 11/F, 118 Connaught Road West

Number Street

Hong Kong

Hong Kong

City

State

ZIP Code

Name and mailing address of petitioner's representative, if any

Zhu Yu Xiang, Director

Name

Number Street

City

State

ZIP Code

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

03/03/2025
MM / DD / YYYY

x

Signature of petitioner or representative, including representative's title

Printed name

Firm name, if any

Number Street

City

State

ZIP Code

Contact phone

Email

Bar number

State

x

Signature of attorney

Date signed

MM / DD / YYYY

Name and mailing address of petitioner

Mars Partner Limited

Name

Vistra Corporate Services Centre, Wickhams Cay II, Road Town

Number Street

Tortola

British Virgin Islands

City

State

ZIP Code

Name and mailing address of petitioner's representative, if any

Song Yan, Director

Name

RM B 45 /F BLK 2, 80 Robinson Road

Number Street

Hong Kong

Hong Kong

City

State

ZIP Code

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

03 / 03 / 2025
MM / DD / YYYY

x

Signature of petitioner or representative, including representative's title

Printed name

Firm name, if any

Number Street

City

State

ZIP Code

Contact phone

Email

Bar number

State

x

Signature of attorney

Date signed

MM / DD / YYYY